

west virginia department of environmental protection

Office of Oil and Gas 601 57th Street SE Charleston, WV 25304 (304) 926-0450 (304) 926-0452 fax Earl Ray Tomblin, Governor Randy C. Huffman, Cabinet Secretary www.dep.wv.gov

May 01, 2014

WELL WORK PERMIT

Horizontal 6A Well

This permit, API Well Number: 47-1706475, issued to ANTERO RESOURCES CORPORATION, is evidence of permission granted to perform the specified well work at the location described on the attached pages and located on the attached plat, subject to the provisions of Chapter 22 of the West Virginia Code of 1931, as amended, and all rules and regulations promulgated thereunder, and to all conditions and provisions outlined in the pages attached hereto. Notification shall be given by the operator to the Oil and Gas Inspector at least 24 hours prior to the construction of roads, locations, and/or pits for any permitted work. In addition, the well operator shall notify the same inspector 24 hours before any actual well work is commenced and prior to running and cementing casing. Spills or emergency discharges must be promptly reported by the operator to 1-800-642-3074 and to the Oil and Gas inspector.

Please be advised that form WR-35, Well Operators Report of Well Work is to be submitted to this office within 90 days completion of permitted well work, as should form WR-34 Discharge Monitoring Report within 30 days of discharge of pits, if applicable. Failure to abide by all statutory and regulatory provisions governing all duties and operations hereunder may result in suspension or revocation of this permit and, in addition, may result in civil and/or criminal penalties being imposed upon the operators.

In addition to the applicable requirements of this permit, and the statutes and rules governing oil and gas activity in WV, this permit may contain specific conditions which must be followed. Permit conditions are attached to this cover letter.

Per 35CSR-4-5.2.g this permit will expire in two (2) years from the issue date unless permitted well work is commenced. If there are any questions, please feel free to contact me at (304) 926-0499 ext. 1654.

James Martin

hief

Operator's Well No: LEASON RUN UNIT 2H

Farm Name: MCCLOY, ALVADORE JR ET UX

API Well Number: 47-1706475

Permit Type: Horizontal 6A Well

Date Issued: 05/01/2014

Promoting a healthy environment.

API Number:

PERMIT CONDITIONS

West Virginia Code § 22-6A-8(d) allows the Office of Oil and Gas to place specific conditions upon this permit. Permit conditions have the same effect as law. <u>Failure to adhere to the specified permit</u> conditions may result in enforcement action.

CONDITIONS

- 1. This proposed activity may require permit coverage from the United States Army Corps of Engineers (USACE). Through this permit, you are hereby being advised to consult with USACE regarding this proposed activity.
- 2. If the operator encounters an unanticipated void, or an anticipated void at an unanticipated depth, the operator shall notify the inspector within 24 hours. Modifications to the casing program may be necessary to comply with W. Va. Code § 22-6A-5a (12), which requires drilling to a minimum depth of thirty feet below the bottom of the void, and installing a minimum of twenty (20) feet of casing. Under no circumstance should the operator drill more than fifty (50) feet below the bottom of the void or install less than twenty (20) feet of casing below the bottom of the void.
- 3. When compacting fills, each lift before compaction shall not be more than 12 inches in height, and the moisture content of the fill material shall be within limits as determined by the Standard Proctor Density test of the actual soils used in specific engineered fill, ASTM D698, Standard Test Method for Laboratory Compaction Characteristics of Soil Using Standard Effort, to achieve 95 % compaction of the optimum density. Each lift shall be tested for compaction, with a minimum of two tests per lift per acre of fill. All test results shall be maintained on site and available for review.
- 4. Operator shall install signage per § 22-6A-8g (6) (B) at all source water locations included in their approved water management plan within 24 hours of water management plan activation.
- 5. Oil and gas water supply wells will be registered with the Office of Oil and Gas and all such wells will be constructed and plugged in accordance with the standards of the Bureau for Public Health set forth in its Legislative rule entitled *Water Well Regulations*, 64 C.S.R. 19. Operator is to contact the Bureau of Public Health regarding permit requirements. In lieu of plugging, the operator may transfer the well to the surface owner upon agreement of the parties. All drinking water wells within fifteen hundred feet of the water supply well shall be flow tested by the operator upon request of the drinking well owner prior to operating the water supply well.
- 6. Pursuant to the requirements pertaining to the sampling of domestic water supply wells/springs the operator shall, no later than thirty (30) days after receipt of analytical data provide a written copy to the Chief and any of the users who may have requested such analyses.
- 7. If any explosion or other accident causing loss of life or serious personal injury occurs in or about a well or well work on a well, the well operator or its contractor shall give notice, stating the particulars of the explosion or accident, to the oil and gas inspector and the Chief, within 24 hours of said accident.
- 8. During the casing and cementing process, in the event cement does not return to the surface, the oil and gas inspector shall be notified within 24 hours.
- 9. Operator shall provide the Office of Oil & Gas notification of the date that drilling commenced on this well. Such notice shall be provided by sending an email to DEPOOGNotify@wv.gov within 30 days of commencement of drilling.

WW-6B (9/13)

STATE OF WEST VIRGINIA DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS WELL WORK PERMIT APPLICATION

1) Well Operator: Antero Re	sources Corporation	494488557	017-Doddridge	Central	Pennsboro 7.5'
es const s		Operator ID	County	District	Quadrangle
2) Operator's Well Number:	Leason Run Unit 2H	Well Pad	Name: Alvado	ore Pad	
3) Farm Name/Surface Owne	r: Alvadore Jr. & Frances J.	McCloy Public Road	d Access: CR	50/31	
4) Elevation, current ground:	~1080' Ele	evation, proposed p	ost-constructio	n: 1055'	
5) Well Type (a) Gas	Oil	Unde	rground Storag	е	
Other				(f.	
	hallow	Deep			21,1
	Iorizontal =				01-4-21
6) Existing Pad: Yes or No					И
 Proposed Target Formation Marcellus Shale: 6800' TVD, 					
8) Proposed Total Vertical De		oo loot, riosociated	11033410-0100#	7	
9) Formation at Total Vertical	•	hale			
10) Proposed Total Measured					
11) Proposed Horizontal Leg					
12) Approximate Fresh Water	The state of the s	164', 245'			
 Method to Determine Fres Approximate Saltwater De 		54.500	ths have been adji	usted accordi	ng to surface elevations.
15) Approximate Coal Seam I	Depths: 1394', 3464'				
16) Approximate Depth to Pos	ssible Void (coal mir	ne, karst, other): N	one anticipated		
17) Does Proposed well locati directly overlying or adjacent		Yes	No	V	
(a) If Yes, provide Mine Info	o: Name:				
	Depth:				
	Seam:			CENER	d Gas
	Owner:		R	E 011 81	
			Office	MA Debi	arment of arment of protection of a great Protection of 3

WW-6B (9/13)

18)

CASING AND TUBING PROGRAM

TYPE	Size	New or Used	Grade	Weight per ft. (lb/ft)	FOOTAGE: For Drilling	INTERVALS: Left in Well	CEMENT: Fill-up (Cu. Ft.)
Conductor	20"	New	H-40	94#	40'	40'	CTS, 38 Cu. Ft.
Fresh Water	13-3/8"	New	J-55/H-40	54.5#/ 48#	365'	365'	CTS, 507 Cu. Ft
Coal	9-5/8"	New	J-55	36#	2465'	2465'	CTS, 1004 Cu. Ft.
Intermediate		_			-		
Production	5-1/2"	New	P-110	20#	14750'	14750'	3659 Cu. Ft.
Tubing	2-3/8"	New	N-80	4.7#		7100'	
Liners							

136,7014

TYPE	Size	Wellbore Diameter	Wall Thickness	Burst Pressure	Cement Type	Cement Yield (cu. ft./k)
0 1 .						(Ou. It./K)
Conductor	20"	24"	0.438"	1530	Class A	1.18
Fresh Water	13-3/8"	17-1/2"	0.38"/0.33"	2730/1730	Class A	1.18
Coal	9-5/8"	12-1/4"	0.352"	3520	Class A	1.18
Intermediate						
Production	5-1/2"	8-3/4" & 8-1/2"	0.361"	12630	Lead-H/POZ & Tail - H	H/POZ-1.44 & H-1.8
Tubing	2-3/8"	4.778"	0.19"	11200		
Liners		_		<u>-</u> -		-

PACKERS

Kind:	N/A		
Sizes:	N/A		
Depths Set:	N/A		-CEVED Gas

APR 1 0 2014

APR 1 0 2014

APR 1 0 2014

APR 2 0 2014

AP

WW-6B (9/13)

19) Describe proposed well work, including the drilling and plugging back of any pilot hole:
Drill, perforate, fracture a new horizontal shallow well and complete Marcellus Shale.
20) Describe fracturing/stimulating methods in detail, including anticipated max pressure and max rate:
Antero plans to pump Slickwater into the Marcellus Shale formation in order to ready the well for production. The fluid will be comprised of approximately 99 percent water and sand, with less than 1 percent special-purpose additives as shown in the attached "List of Anticipated Additives Used for Fracturing or Stimulating Well."
21) Total Area to be disturbed, including roads, stockpile area, pits, etc., (acres): 33.17 acres (shared with Dotson Holland pad)
22) Area to be disturbed for well pad only, less access road (acres): 4.35 acres
23) Describe centralizer placement for each casing string:
Conductor: no centralizers Surface Casing: one centralizer 10' above the float shoe, one on the insert float collar and one every 4th joint spaced up the hole to surface.
ntermediate Casing: one centralizer above float joint, one centralizer 5' above float collar and one every 4th collar to surface. Production Casing: one centralizer at shoe joint and one every 3 joints to top of cement in intermediate casing.
24) Describe all cement additives associated with each cement type:
Conductor: no additives, Class A cement. Surface: Class A cement with 2-3% calcium chloride Intermediate: Class A cement with 1/4 lb of flake, 5 gallons of clay treat Production: Lead cement- 50/50 Class H/Poz + 1.5% salt + 1% C-45 + 0.5% C-16a + 0.2% C-12 + 0.45% C-20 + 0.05% C-51 Production: Tall cement- Class H + 45 PPS Calcium Carbonate + 1.0% FL-160 + 0.2% ACGB-47 + 0.05% ACSA-51 + 0.2% ACR-20
25) Proposed borehole conditioning procedures:
conductor: blowhole clean with air, run casing, 10 bbls fresh water. Surface: blowhole clean with air, trip to conductor shoe, trip to bottom, blowhole clean with air, trip out, run casing, circulate pipe capacity + 40 bbls resh water followed by 25 bbls bentonite mud, 10 bbls fresh water spacer. Intermediate: blowhole clean with air, trip to surface casing shoe, trip to bottom, blowhole clean with air, trip out, run casing, circulate 40 bbls brine
vater followed by 10 bbls fresh water and 25 bbls bentonite mud, pump 10 bbls fresh water. Production: circulate with 14 lb/gal NaCl mud, trip to middle of lateral, circulate, pump high viscosity sweep, trip to base of curve, pump high viscosity weep, trip to top of curve, trip to bottom, circulate, pump high viscosity sweep, trip out, run casing, circulate 10 bbls fresh water, pump 48 bbls
*Note: Attach additional sheets as needed
*Note: Attach additional sheets as needed.

API Number	47 -	017	-	0	60	17	5
Oper	ator's	Well N	lo. L	eason	Run	Unit 2	H

STATE OF WEST VIRGINIA DEPARTMENT OF ENVIRONMENTAL PROTECTION OFFICE OF OIL AND GAS

FLUIDS/ CUTTINGS DISPOSAL & RECLAMATION PLAN

perator Name Antero Resources Corporation OP Code 494488557
Vatershed (HUC 10)_Dotson Run Quadrangle Pennsboro 7.5'
levation 1055' County Doddridge District Central
o you anticipate using more than 5,000 bbls of water to complete the proposed well work? Yes No No No pit will be used at this site (Drilling and Flowback Fluids will be stored in tanks. Cuttings will be tanked and hauled off site.) Will a synthetic liner be used in the pit? Yes No If so, what ml.? N/A Proposed Disposal Method For Treated Pit Wastes: Land Application Underground Injection (UIC Permit Number Reuse (at API Number Future permitted well locations when applicable. API# will be provided on Form WR-34 Off Site Disposal (Supply form WW-9 for disposal location) (Meadowfill Landfill Permit #SWF-1032-98) Other (Explain
ill closed loop system be used? If so, describe: Yes
silling medium anticipated for this well (vertical and horizontal)? Air, freshwater, oil based, etc. Dust/Stiff Foam, Production - Water Based Mud
-If oil based, what type? Synthetic, petroleum, etc. N/A
dditives to be used in drilling medium? Please See Attachment
rill cuttings disposal method? Leave in pit, landfill, removed offsite, etc. Stored in tanks, removed offsite and taken to landfill.
-If left in pit and plan to solidify what medium will be used? (cement, lime, sawdust) N/A
-Landfill or offsite name/permit number? Meadowfill Landfill (Permit #SWF-1032-98)
-Landini of offsite name/permit number?
I certify that I understand and agree to the terms and conditions of the GENERAL WATER POLLUTION PERMIT issued August 1, 2005, by the Office of Oil and Gas of the West Virginia Department of Environmental Protection. I understand that the ovisions of the permit are enforceable by law. Violations of any term or condition of the general permit and/or other applicable or or regulation can lead to enforcement action. I certify under penalty of law that I have personally examined and am familiar with the information submitted on this plication form and all attachments thereto and that, based on my inquiry of those individuals immediately responsible for taining the information, I believe that the information is true, accurate, and complete. I am aware that there are significant malties for submitting false information, including the possibility of fine or imprisonment.
mpany Official Signature Cole Cole
mpany Official (Typed Name) Cole Kilstrom
mpany Official Title Environmental Representative
bscribed and sworn before me this 3 day of March 20 14 LISA BC: Ni L. Notary Public State of Colorado Notary ID 20124072365 My Commission expires 11 9 200 My Commission Expires Nov 9, 2016

Form WW-9 Antero Resources Corporati	on	Operato	r's Well No
		ee note helow)	
Proposed Revegetation Treatment: Acres D Lime 2-3 Tons/acre			on pH
Fertilizer type Hay or straw or Wood			
Fertilizer amount 500		s/acre	
Mulch 2-3	Tons/a		
e note that this location is sharing the Access Roads (15.54 a Holland pad site. Reference "Site Plan/Construction Sta acced as "Staging Area B" on the Dotson Holland pad design	 Staging Area "A" (2.31 tging Note" on page 1 of the) Water Contrinment Bod (2.40) and Name	r Topsoil/Excess Materials Stockpiles (4.35) Leonsist of 4.35 total acres of disturbance w
Temporary		Per	rmanent
Seed Type lbs/acre		Seed Type	lbs/acre
Annual Rye Grass 10		Crownvetch	10-15
See attached Table 3 for additional seed type (Alvadore Pad	Design Page 18)	*See attached Table 4a for additional s	seed type (Alvadore Pad Dosign Page 18)
			
or type of grass seed requested by sur	face owner	*or type of grass seed re	equested by surface owner
NOTE: No Fescue or Timothy ttach: rawing(s) of road, location, pit and propose ovided)	Grass shall b	e used.	
NOTE: No Fescue or Timothy ttach: rawing(s) of road, location, pit and propose rovided) an Approved by: Presented of Managers Approved by: Presented of Ma	Grass shall be area for land appliphic sheet.	e used. lication (unless engineered plans	s including this info have been
ttach: rawing(s) of road, location, pit and propose rovided) notocopied section of involved 7.5' topographan Approved by:	Grass shall be area for land appliphic sheet.	e used.	s including this info have been
NOTE: No Fescue or Timothy ttach: rawing(s) of road, location, pit and propose ovided) rotocopied section of involved 7.5' topograp an Approved by: Prescrib F Mul	Grass shall be area for land appliphic sheet.	e used. lication (unless engineered plans	s including this info have been
ttach: rawing(s) of road, location, pit and propose ovided) notocopied section of involved 7.5' topographan Approved by: **Designation** **De	Grass shall be area for land appliphic sheet.	e used. lication (unless engineered plans	s including this info have been
NOTE: No Fescue or Timothy ttach: rawing(s) of road, location, pit and propose ovided) notocopied section of involved 7.5' topograp an Approved by: Presert FMU	Grass shall be area for land appliphic sheet.	e used. lication (unless engineered plans	s including this info have been
NOTE: No Fescue or Timothy ttach: rawing(s) of road, location, pit and propose ovided) notocopied section of involved 7.5' topograp an Approved by: Presert FMU	Grass shall be area for land apply phic sheet.	e used. lication (unless engineered plans	s including this info have been

Form WW-9 Additives Attachment

SURFACE INTERVAL

- 1. Fresh Water
- 2. Soap -Foamer AC
- 3. Air

INTERMEDIATE INTERVAL

STIFF FOAM RECIPE:

- 1) 1 ppb Soda Ash / Sodium Carbonate-Alkalinity Control Agent
- 2) 1 ppb Conqor 404 (11.76 ppg) / Corrosion Inhibitor
- 3) 4 ppb KLA-Gard (9.17 ppg) / Amine Acid Complex-Shale Stabilizer
- 4) 1ppb Mil Pac R / Sodium Carboxymethylcellulose-Filtration Control Agent
- 5) 12 ppb KCL / Potassium Chloride-inorganic Salt
- 6) Fresh Water 80 bbls
- 7) Air

PRODUCTION INTERVAL

1. Alpha 1655

Salt Inhibitor

2. Mil-Carb

Calcium Carbonate

3. Cottonseed Hulls

Cellulose-Cottonseed Pellets – LCM

4. Mil-Seal

Vegetable, Cotton & Cellulose-Based Fiber Blend – LCM

5. Clay-Trol

Amine Acid Complex - Shale Stabilizer

6. Xan-Plex

Viscosifier For Water Based Muds

7. Mil-Pac (All Grades)

Sodium Carboxymethylcellulose - Filtration Control Agent

8. New Drill

Anionic Polyacrylamide Copolymer Emulsion – Shale Stabilizer

Caustic Soda

Sodium Hydroxide – Alkalinity Control

10. Mil-Lime

Calcium Hydroxide - Lime

11. LD-9

Polyether Polyol – Drilling Fluid Defoamer

12. Mil Mica

Hydro-Biotite Mica – LCM

RECEIVED
Office of Oil and Gas

MAR 0 6 2014

WV Department of Environmental Protection 13. Escaid 110

Drilling Fluild Solvent - Aliphatic Hydrocarbon

14. Ligco

Highly Oxidized Leonardite - Filteration Control Agent

15. Super Sweep

Polypropylene - Hole Cleaning Agent

16. Sulfatrol K

Drilling Fluid Additive – Sulfonated Asphalt Residuum

17. Sodium Chloride, Anhydrous

Inorganic Salt

18. D-D

Drilling Detergent - Surfactant

19. Terra-Rate

Organic Surfactant Blend

20. W.O. Defoam

Alcohol-Based Defoamer

21. Perma-Lose HT

Fluid Loss Reducer For Water-Based Muds

22. Xan-Plex D

Polysaccharide Polymer - Drilling Fluid Viscosifier

23. Walnut Shells

Ground Cellulosic Material - Ground Walnut Shells - LCM

24. Mil-Graphite

Natural Graphite - LCM

25. Mil Bar

Barite - Weighting Agent

26. X-Cide 102

Biocide

27. Soda Ash

Sodium Carbonate - Alkalinity Control Agent

28. Clay Trol

Amine Acid complex – Shale Stabilizer

29. Sulfatrol

Sulfonated Asphalt - Shale Control Additive

30. Xanvis

Viscosifier For Water-Based Muds

31. Milstarch

Starch - Fluid Loss Reducer For Water Based Muds

32. Mil-Lube

Drilling Fluid Lubricant

RECEIVED
Office of Oil and Gas

MAR 0 6 2014

WV Department of Environmental Protection



Well Site Safety Plan Antero Resources

Well Name: Hudkins Unit 1H, Hudkins Unit 2H, Leason Run

Unit 1H, Leason Run Unit 2H

Pad Location: ALVADORE PAD

Doddridge County/ Central District

GPS Coordinates: Lat 39°16'24.49"/Long -80°52'57.53" (NAD83)

Driving Directions:

From West Union, WV:

From the intersection of Main St. and WV-18 S in West Union, WV head south on WV-18S and follow for \sim 0.5 mi. Turn right on US-50 W and follow for \sim 6.9 miles. Turn left on Sunnyside Road (Co Route 50/3) and follow for \sim 0.2 miles. Take first left onto Co Route 50/31. Access road will be on your right.

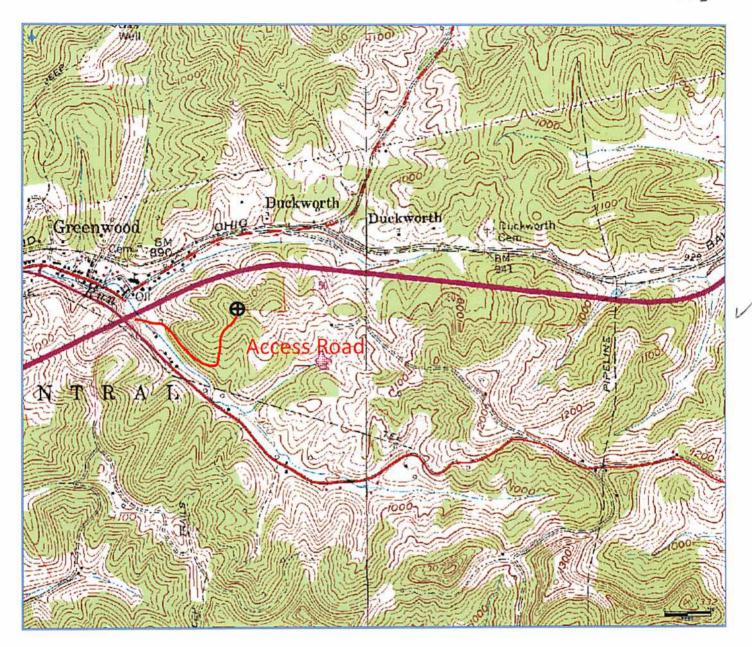
PECEIVED
Office of Oil and Gas

Office of Oil and Gas

AND Office of Oil and Gas

WV Department of
WV Department of APR 1 0 2014

SSP Page 1



Antero Resources Corporation

Appalachian Basin Leason Run Unit 2H Doddridge County

Quadrangle: West Union Watershed: Dotson Run

District: Central Date: 10-17-2013 RECEIVED
Office of Oil and Gas

MAR 0 6 2014

WV Department of Environmental Protection

